

# **Exhibit 58**

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

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# SEARS HOLDINGS

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CASH COLLATERAL – WEEKLY BUDGET VARIANCE REPORT

**July 10, 2019**

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

## Weekly Cash Flow Variance to 6/29/19 Budget

(\$ in millions)	Forecast Week 1			Forecast Week 2			Total Weeks 1 - 2		
	Forecast: 6/29/19 6/23/19 - 6/29/19			Forecast: 6/29/19 6/30/19 - 7/6/19			Forecast: 6/29/19 6/23/19 - 7/6/19		
	ACT	FCST	Δ	ACT	FCST	Δ	ACT	FCST	Δ
<b>CASH RECEIPTS</b>									
Wave 3 GOB Inflows	\$0	\$0	\$-	\$0	\$-	\$0	\$0	\$0	\$0
Cash In Transit Proceeds	-	-	-	-	-	-	-	-	-
Cash from Israel	-	-	-	-	-	-	-	-	-
Credit Card Receivables	1	1	-	-	-	-	1	1	-
Cash In Stores	-	-	-	-	-	-	-	-	-
Real Estate Asset Sales	-	-	-	-	-	-	-	-	-
Excess Inventory Proceeds	-	-	-	-	-	-	-	-	-
ESL Closing Proceeds	-	-	-	-	-	-	-	-	-
TSA Proceeds	-	-	-	-	-	-	0	(0)	-
SHIP Deposit	-	-	-	-	-	-	-	-	-
Utility Deposit	-	-	-	-	-	-	-	-	-
Hoffman Estates Tax Credit	-	-	-	-	-	-	-	-	-
Calder Statue	-	-	-	-	-	-	-	-	-
Pro-Rated Rent	-	-	-	-	-	-	-	-	-
ESL Severance Assumption <sup>(1)</sup>	-	-	-	-	-	-	-	-	-
ESL 503(b) Assumption	-	-	-	-	-	-	-	-	-
Other Proceeds	0	0	-	0	-	-	0	0	0
<b>Total Oldco Receipts</b>	<b>\$1</b>	<b>\$1</b>	<b>\$-</b>	<b>\$0</b>	<b>\$0</b>	<b>(\$0)</b>	<b>\$2</b>	<b>\$2</b>	<b>(\$0)</b>
<b>CASH DISBURSEMENTS</b>									
OldCo Accrued Payroll & Benefits	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-
Taxes	-	-	-	(1)	-	(1)	(1)	(1)	(1)
GOB Operating Costs <sup>(1)</sup>	-	-	-	-	-	-	-	-	-
Professional Fee Cure Out Funding <sup>(2)</sup>	-	-	-	(4)	(7)	4	(4)	(7)	4
Post-Petition Payables	-	-	-	-	-	-	-	-	-
503(b)(9) Claims	-	-	-	-	-	-	-	-	-
TSA Disbursements	-	-	-	-	-	-	-	-	-
Franchise Tax	-	-	-	-	-	-	-	-	-
Severance & WARN	(0)	(0)	-	-	-	-	(0)	(0)	-
US Trustee Fees	-	-	-	-	-	-	-	-	-
Board Fees	-	-	-	(0)	-	(0)	(0)	(0)	(0)
Net Prepaid Inventory Shortfall	-	-	-	-	-	-	-	-	-
Other Potential Liabilities	-	-	-	-	-	-	-	-	-
Other Liabilities and Expenses	-	-	-	-	-	-	-	-	-
<b>Total OldCo Disbursements</b>	<b>(50)</b>	<b>(50)</b>	<b>\$-</b>	<b>(55)</b>	<b>(57)</b>	<b>\$3</b>	<b>(55)</b>	<b>(58)</b>	<b>\$3</b>
<b>PASS-THROUGH RECEIPTS</b>									
NewCo Payroll Remittance	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-
NewCo Licensing Remittance	3	3	-	3	3	-	6	6	-
<b>Total Pass-Through Receipts</b>	<b>\$3</b>	<b>\$3</b>	<b>\$-</b>	<b>\$3</b>	<b>\$3</b>	<b>\$-</b>	<b>\$6</b>	<b>\$6</b>	<b>\$-</b>
<b>PASS-THROUGH DISBURSEMENTS</b>									
NewCo Payroll	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-
Licensing Payment For NewCo	(3)	(3)	-	(3)	(3)	-	(6)	(6)	-
<b>Total Pass-Through Disbursements</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>\$-</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>\$-</b>	<b>(\$6)</b>	<b>(\$6)</b>	<b>\$-</b>
<b>Net Cash Flow</b>	<b>1</b>	<b>1</b>	<b>\$-</b>	<b>(4)</b>	<b>(7)</b>	<b>3</b>	<b>(3)</b>	<b>(6)</b>	<b>3</b>
Beginning Available Cash	\$68	\$68	\$-	\$69	\$69	\$-	\$68	\$68	\$-
Change In Available Cash	1	1	-	(4)	(7)	3	(3)	(6)	3
<b>Ending Available Cash</b>	<b>\$69</b>	<b>\$69</b>	<b>\$-</b>	<b>\$65</b>	<b>\$62</b>	<b>\$3</b>	<b>\$65</b>	<b>\$62</b>	<b>\$3</b>
<b>ENDING CASH BALANCES</b>									
OldCo Operating Accounts	\$13	\$13	\$-	\$8	\$5	\$3	\$8	\$5	\$3
Consignment Accounts	4	4	-	4	4	-	4	4	-
Wind-Down Account	53	53	-	53	53	-	53	53	-
Professional Fee Cure Out Account	68	68	-	72	72	(1)	72	72	(1)
<b>Total Cash</b>	<b>\$137</b>	<b>\$137</b>	<b>\$-</b>	<b>\$137</b>	<b>\$135</b>	<b>\$2</b>	<b>\$137</b>	<b>\$135</b>	<b>\$2</b>

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

## Week 2 Budget Variance Report – Commentary

- The weekly actual amounts are measured against the 6/29/19 budget

### Receipts

- Receipts for the week were ~\$30k lower primarily due to timing
- The estate did not receive ~\$250k of TSA proceeds not budgeted for the week due to timing
- The estate received ~\$210k from Alight and ~\$10k from store deposits

### Disbursements

- For the week, the estate disbursed ~\$2.8mm less than what was anticipated in the budget primarily related to timing
- The estate disbursed ~\$3.7mm more related to funding the professional fee carve out than what was expected under the budget due to timing
- The estate disbursed ~\$650k related to sales tax
- The estate disbursed ~\$100k more than anticipated in the budget due to timing on board fees
- The estate disbursed ~\$80k for other liabilities and expenses

### Net Cash Flow

- Net cash flow for the two week period of weeks 1-2 equaled (\$4.3mm), which is below the budgeted (\$7.1mm) due primarily to timing

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

## Week 1 Budget Variance Report – Commentary

- The weekly actual amounts are measured against the 6/29/19 budget

### Receipts

- Given the new locked forecast for the week, there were no differences in receipts

### Disbursements

- Given the new locked forecast for the week, there were no differences in disbursements

### Net Cash Flow

- Net cash flow for week 1 equaled \$1.2mm, which is in line with the budgeted \$1.2mm

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

## Weekly Cash Flow Budget – Base Case (as budgeted on 6/29/19)

Retail Month	February			March			April			May			June			July			August			Sep	Oct	Nov	Dec	Total							
Budget Week	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29				
Forecast / Actual	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	Sep													
Week Ending	2/16	2/23	3/2	3/9	3/16	3/23	3/30	4/6	4/13	4/20	4/27	5/4	5/11	5/18	5/25	6/1	6/8	6/15	6/22	6/29	7/6	7/13	7/20	7/27	8/3	8/10	8/17	8/24	8/31				
<b>CASH RECEIPTS</b>																																	
Wave 3 GOB Inflows	\$5	\$17	\$14	\$11	\$9	\$2	\$0	\$0	(\$0)	\$0	\$0	(\$0)	\$0	\$0	(\$0)	\$0	\$0	\$0	\$-	\$0	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$69				
Cash in Transit Proceeds	9	-	-	-	-	3	-	-	-	-	-	-	-	-	-	-	-	-	-	-	20	-	-	-	-	-	-	-	32				
Cash from Israel	-	-	-	3	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3					
Credit Card Receivables	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13	-	1	-	0	-	-	-	-	-	-	-	-	15				
Cash in Stores	9	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	9					
Real Estate Asset Sales	-	4	5	-	-	-	3	-	2	2	-	-	-	1	-	0	-	-	1	-	19	-	-	-	-	-	-	-	37				
Excess Inventory Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6	-	-	-	-	-	-	-	6				
ESL Closing Proceeds	35	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	35					
TSA Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0	0	-	-	-	-	-	-	1				
SHIP Deposit	-	-	-	5	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5					
Utility Deposit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10	-	-	-	-	-	-	-	10				
Hoffman Estates Tax Credit	-	-	-	-	-	-	-	-	-	-	-	3	-	-	-	-	-	-	-	-	3	-	-	-	-	-	-	-	6				
Calder Status	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4					
Pro-Rated Rent	-	-	-	-	-	-	5	-	-	-	-	-	-	-	-	-	-	-	-	-	11	-	-	-	-	-	-	-	16				
ESL Severance Assumption <sup>(1)</sup>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13						
ESL 503(b)9 Assumption	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	139						
Other Proceeds	-	-	-	-	-	-	0	0	0	0	0	0	0	1	0	0	0	0	0	0	-	-	-	-	-	-	-	2					
<b>Total OldCo Receipts</b>	<b>\$58</b>	<b>\$22</b>	<b>\$19</b>	<b>\$15</b>	<b>\$13</b>	<b>\$2</b>	<b>\$8</b>	<b>\$0</b>	<b>\$3</b>	<b>\$0</b>	<b>\$2</b>	<b>\$2</b>	<b>\$0</b>	<b>\$3</b>	<b>\$1</b>	<b>\$0</b>	<b>\$15</b>	<b>\$0</b>	<b>\$0</b>	<b>\$1</b>	<b>\$0</b>	<b>\$2</b>	<b>\$0</b>	<b>\$13</b>	<b>\$66</b>	<b>\$-</b>	<b>\$-</b>	<b>\$4</b>	<b>\$-</b>	<b>\$152</b>	<b>\$-</b>	<b>\$-</b>	
<b>CASH DISBURSEMENTS</b>																																	
OldCo Accrued Payroll & Benefits	(\$29)	(\$14)	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	(\$42)			
Taxes	-	(5)	(7)	-	(0)	(4)	-	(0)	(0)	(0)	(0)	(2)	-	(0)	(0)	(0)	-	-	-	-	-	-	-	-	-	-	-	-	(19)				
GOB Operating Costs <sup>(1)</sup>	-	(6)	(6)	(3)	(1)	(3)	(4)	-	-	-	(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(26)				
Professional Fee Canv Out Funding <sup>(2)</sup>	-	(20)	-	(15)	-	(7)	-	-	-	-	(19)	(1)	(8)	-	(2)	(2)	(7)	(2)	(2)	(2)	(2)	(2)	(6)	(5)	-	-	-	(107)					
Post-Petition Payables	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(13)	-	-	-	-	-	-	-	(14)				
503(b)(9) Claims	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(181)					
TSA Disbursements	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1)					
Franchise Tax	-	-	-	(0)	-	-	-	-	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	-	-	-	(3)				
Severance & WARN	-	-	-	-	(1)	-	(1)	(1)	(8)	-	-	-	-	-	(0)	(0)	-	(1)	-	-	-	-	-	-	-	-	-	(13)					
US Trustee Fees	-	-	-	-	-	-	-	-	-	(0)	(2)	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	(3)					
Board Fees	-	-	-	(0)	-	(0)	(0)	(0)	-	(0)	-	-	-	-	(0)	-	(1)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(2)					
Net Prepaid Inventory Shortfall	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(55)					
Other Potential Liabilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(10)	-	-	-	-	-	-	-	(10)					
Other Liabilities and Expenses	(1)	(0)	(0)	-	(0)	(3)	(1)	-	(1)	(0)	(1)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(9)				
<b>Total OldCo Disbursements</b>	<b>(\$29)</b>	<b>(\$19)</b>	<b>(\$33)</b>	<b>(\$6)</b>	<b>(\$18)</b>	<b>(\$7)</b>	<b>(\$10)</b>	<b>(\$4)</b>	<b>(\$4)</b>	<b>(\$2)</b>	<b>(\$9)</b>	<b>(\$6)</b>	<b>(\$2)</b>	<b>(\$20)</b>	<b>(\$2)</b>	<b>(\$8)</b>	<b>(\$0)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$7)</b>	<b>(\$2)</b>	<b>(\$3)</b>	<b>(\$25)</b>	<b>(\$2)</b>	<b>(\$2)</b>	<b>(\$2)</b>	<b>(\$2)</b>	<b>(\$24)</b>	<b>(\$0)</b>	<b>(\$0)</b>	<b>(\$486)</b>		
<b>PASS-THROUGH RECEIPTS</b>																																	
NewCo Payroll Remittance	\$5	\$11	\$26	\$23	\$28	\$24	\$27	\$23	\$29	\$25	\$33	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$276			
NewCo Licensing Remittance	5	3	3	3	3	4	4	3	3	4	4	3	4	5	3	4	3	3	3	3	3	3	3	3	3	3	3	3	3	104			
<b>Total Pass-Through Receipts</b>	<b>\$10</b>	<b>\$14</b>	<b>\$29</b>	<b>\$26</b>	<b>\$31</b>	<b>\$27</b>	<b>\$31</b>	<b>\$26</b>	<b>\$32</b>	<b>\$29</b>	<b>\$37</b>	<b>\$3</b>	<b>\$4</b>	<b>\$5</b>	<b>\$3</b>	<b>\$4</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$380</b>										
<b>PASS-THROUGH DISBURSEMENTS</b>																																	
NewCo Payroll	(\$5)	(\$11)	(\$26)	(\$23)	(\$28)	(\$24)	(\$27)	(\$23)	(\$29)	(\$25)	(\$33)	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	(\$276)				
Licensing Payments For NewCo	(5)	(3)	(3)	(3)	(3)	(4)	(4)	(3)	(3)	(4)	(4)	(3)	(4)	(5)	(3)	(4)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(104)			
<b>Total Pass-Through Disbursements</b>	<b>(\$10)</b>	<b>(\$14)</b>	<b>(\$29)</b>	<b>(\$26)</b>	<b>(\$31)</b>	<b>(\$27)</b>	<b>(\$31)</b>	<b>(\$26)</b>	<b>(\$32)</b>	<b>(\$29)</b>	<b>(\$37)</b>	<b>(\$3)</b>	<b>(\$4)</b>	<b>(\$5)</b>	<b>(\$3)</b>	<b>(\$4)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$380)</b>										
<b>Nat Cash Flow</b>	<b>28</b>	<b>2</b>	<b>(14)</b>	<b>9</b>	<b>(5)</b>	<b>(5)</b>	<b>(2)</b>	<b>(4)</b>	<b>(1)</b>	<b>(2)</b>	<b>(6)</b>	<b>(5)</b>	<b>(2)</b>	<b>(17)</b>	<b>(1)</b>	<b>(8)</b>	<b>(1)</b>	<b>(8)</b>	<b>(15)</b>	<b>(3)</b>	<b>(3)</b>	<b>(1)</b>	<b>(7)</b>	<b>(5)</b>	<b>(2)</b>	<b>(2)</b>	<b>(2)</b>	<b>(6)</b>	<b>(89)</b>	<b>(0)</b>	<b>(0)</b>	<b>(85)</b>	
Beginning Available Cash	\$92	2	2	14	9	5	5	5	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	9	\$92			
Change In Available Cash	88	88	88	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93			
Ending Available Cash	\$120	\$123	\$108	\$117	\$122	\$107	\$105	\$101	\$100	\$98	\$92	\$87	\$85	\$86	\$87	\$86	\$87	\$85	\$87	\$74	\$73	\$68	\$67	\$67	\$66	\$65	\$66	\$67	\$68	\$7			
OldCo Operating Accounts	\$28	\$31	\$16	\$21	\$15	\$11	\$9	\$5	\$11	\$9	\$0	\$9	\$7	\$5	\$4	\$3	\$17	\$14	\$11	\$13	\$5	\$-	\$11	\$32	\$30	\$28	\$26	\$28	\$22	\$-	\$-	\$-	
Consignment Accounts	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4	
Wind-Down Account	88	88	88	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93	93			
Professional Fee Canv Out Account	111	105	109	105	114	100	96	92	89	84	66	61	54	67	68	73	72	73	69	68	72	71	70	69	68	67	66	65	64	59	-	-	-
Total Cash	\$231	\$227	\$217	\$222	\$226	\$207	\$201	\$194	\$190	\$182	\$158	\$148	\$139	\$135	\$131	\$146	\$143	\$137	\$135	\$135	\$128	\$126	\$136	\$128	\$122	\$126	\$128	\$122	\$126	\$122	\$126	\$122	\$126

(1) All GOB expenses from week 9 – week 11 are assumed to be severance (2 weeks after the final store closure)  
(2) \$107mm of total funding represents ~\$109mm of total accrual from February 2019 to October 2019 less ~\$10mm of accruals for the 1st week of February less ~\$2mm Lazard accrual plus ~\$9mm of under funded balance for week ending 2/9

PRIVILEGED AND HIGHLY CONFIDENTIAL; SUBJECT TO FRE 408; DRAFT MATERIALS FOR DISCUSSION PURPOSES

## Weekly Cash Flow Budget – Base Case (actualized through 7/8/19)

Retail Month	February			March			April			May			June			July			August			Sep	Oct	Nov	Dec	Total											
Budget Week	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	Sep	Oct	Nov	Dec	Total			
Forecast / Actual	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	ACT	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	FCST	Total											
Week Ending	2/16	2/23	3/2	3/9	3/16	3/23	3/30	4/6	4/13	4/20	4/27	5/4	5/11	5/18	5/25	6/1	6/8	6/15	6/22	6/29	7/6	7/13	7/20	7/27	8/3	8/10	8/17	8/24	8/31								
<b>CASH RECEIPTS</b>																																					
Wave 3 GOB Inflows	\$5	\$17	\$14	\$11	\$9	\$2	\$0	\$0	(\$0)	\$0	\$0	(\$0)	\$0	\$0	(\$0)	\$0	\$0	\$0	\$-	\$0	\$0	\$-	\$-	\$9	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$69					
Cash In Transit Proceeds	9	-	-	-	-	3	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	20	-	-	-	-	-	-	-	-	32					
Cash from Israel	-	-	-	3	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3						
Credit Card Receivables	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13	-	1	-	0	-	-	-	-	-	-	-	-	-	-	-	15					
Cash In Stores	9	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	9						
Real Estate Asset Sales	-	4	5	-	-	-	3	-	2	2	-	-	-	1	-	0	-	-	1	-	19	-	-	-	-	-	-	-	-	-	37						
Excess Inventory Proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6	-	-	-	-	-	-	-	-	-	6							
ESL Closing Proceeds	35	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	35						
TSA Proceeds	-	-	-	5	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0	0	-	-	-	-	-	-	-	1							
SHIP Deposit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5							
Utility Deposit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10	-	-	-	-	-	-	-	-	10								
Hoffman Estates Tax Credit	-	-	-	-	-	-	-	-	-	-	-	3	-	-	-	-	-	-	-	3	-	-	-	-	-	-	-	-	6								
Calder Status	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4								
Pro-Rated Rent	-	-	-	-	-	-	5	-	-	-	-	-	-	-	-	-	-	-	-	11	-	-	-	-	-	-	-	-	16								
ESL Severance Assumption <sup>(1)</sup>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13								
ESL 503(b) Assumption	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	139								
Other Proceeds	-	-	-	-	-	-	0	0	0	0	0	0	0	1	0	0	0	0	0	0	-	-	-	-	-	-	-	-	2								
<b>Total Oldco Receipts</b>	<b>\$58</b>	<b>\$22</b>	<b>\$19</b>	<b>\$15</b>	<b>\$13</b>	<b>\$2</b>	<b>\$8</b>	<b>\$0</b>	<b>\$3</b>	<b>\$0</b>	<b>\$2</b>	<b>\$2</b>	<b>\$0</b>	<b>\$3</b>	<b>\$1</b>	<b>\$0</b>	<b>\$15</b>	<b>\$0</b>	<b>\$0</b>	<b>\$1</b>	<b>\$0</b>	<b>\$2</b>	<b>\$0</b>	<b>\$14</b>	<b>\$66</b>	<b>\$-</b>	<b>\$-</b>	<b>\$4</b>	<b>\$-</b>	<b>\$152</b>	<b>\$-</b>	<b>\$-</b>	<b>\$401</b>				
<b>CASH DISBURSEMENTS</b>																																					
OldCo Accrued Payroll & Benefits	(\$29)	(\$14)	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	(\$42)						
Taxes	-	(5)	(7)	-	(0)	(4)	-	(0)	(0)	(0)	(0)	(2)	-	(0)	(0)	(0)	(0)	(0)	(1)	-	-	-	-	-	-	-	-	-	-	(20)							
GOB Operating Costs <sup>(1)</sup>	-	(6)	(6)	(3)	(1)	(3)	(4)	-	-	-	-	(3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(26)							
Professional Fee Canoe Out Funding <sup>(2)</sup>	-	(20)	-	(15)	-	(7)	-	-	-	-	-	(19)	(1)	(8)	-	(2)	(2)	(4)	(6)	(2)	(2)	(2)	(2)	(2)	(6)	(5)	-	-	(107)								
Post-Petition Payables	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(14)							
503(b)(9) Claims	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	(181)								
TSA Disbursements	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	(1)								
Franchise Tax	-	-	-	(0)	-	-	-	-	-	-	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	-	-	(3)								
Severance & WARN	-	-	-	-	(1)	-	-	(1)	(1)	(8)	-	-	-	-	-	-	(0)	(0)	(1)	-	-	-	-	-	-	-	-	-	(13)								
US Trustee Fees	-	-	-	-	-	-	-	-	-	-	-	(0)	(2)	-	-	-	-	-	-	-	(1)	-	-	-	-	-	-	-	-	(3)							
Board Fees	-	-	-	(0)	-	(0)	(0)	(0)	-	-	-	(0)	-	-	-	-	(0)	(1)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)						
Net Prepaid Inventory Shortfall	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(55)							
Other Potential Liabilities	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(10)	-	-	-	-	-	-	-	-	-	(10)								
Other Liabilities and Expenses	(1)	(0)	(0)	-	(0)	(1)	(0)	(3)	(1)	(1)	(0)	(1)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(9)						
<b>Total Oldco Disbursements</b>	<b>(\$29)</b>	<b>(\$19)</b>	<b>(\$33)</b>	<b>(\$6)</b>	<b>(\$18)</b>	<b>(\$7)</b>	<b>(\$10)</b>	<b>(\$4)</b>	<b>(\$4)</b>	<b>(\$2)</b>	<b>(\$9)</b>	<b>(\$6)</b>	<b>(\$2)</b>	<b>(\$20)</b>	<b>(\$2)</b>	<b>(\$8)</b>	<b>(\$0)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$0)</b>	<b>(\$5)</b>	<b>(\$11)</b>	<b>(\$2)</b>	<b>(\$3)</b>	<b>(\$25)</b>	<b>(\$2)</b>	<b>(\$2)</b>	<b>(\$2)</b>	<b>(\$6)</b>	<b>(\$24)</b>	<b>(\$0)</b>	<b>(\$50)</b>	<b>(\$486)</b>				
<b>PASS-THROUGH RECEIPTS</b>																																					
NewCo Payroll Remittance	\$5	\$11	\$26	\$23	\$28	\$24	\$27	\$23	\$23	\$25	\$33	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$276					
NewCo Licensing Remittance	5	3	3	3	3	4	4	3	3	4	4	3	4	5	3	4	3	3	3	3	3	3	3	3	3	3	3	3	3	3	104						
<b>Total Pass-Through Receipts</b>	<b>\$10</b>	<b>\$14</b>	<b>\$29</b>	<b>\$26</b>	<b>\$31</b>	<b>\$27</b>	<b>\$31</b>	<b>\$26</b>	<b>\$26</b>	<b>\$32</b>	<b>\$29</b>	<b>\$37</b>	<b>\$3</b>	<b>\$4</b>	<b>\$5</b>	<b>\$3</b>	<b>\$4</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$3</b>	<b>\$380</b>							
<b>PASS-THROUGH DISBURSEMENTS</b>																																					
NewCo Payroll	(\$5)	(\$11)	(\$26)	(\$23)	(\$28)	(\$24)	(\$27)	(\$23)	(\$23)	(\$29)	(\$25)	(\$33)	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	\$-	(\$276)							
Licensing Payments For NewCo	(5)	(3)	(3)	(3)	(3)	(4)	(4)	(3)	(3)	(3)	(4)	(4)	(3)	(4)	(5)	(3)	(4)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(3)	(\$104)						
<b>Total Pass-Through Disbursements</b>	<b>(\$10)</b>	<b>(\$14)</b>	<b>(\$29)</b>	<b>(\$26)</b>	<b>(\$31)</b>	<b>(\$27)</b>	<b>(\$31)</b>	<b>(\$26)</b>	<b>(\$26)</b>	<b>(\$32)</b>	<b>(\$29)</b>	<b>(\$37)</b>	<b>(\$3)</b>	<b>(\$4)</b>	<b>(\$5)</b>	<b>(\$3)</b>	<b>(\$4)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$3)</b>	<b>(\$380)</b>							
<b>Nat'l Cash Flow</b>	<b>28</b>	<b>2</b>	<b>(14)</b>	<b>9</b>	<b>(5)</b>	<b>(5)</b>	<b>(2)</b>	<b>(4)</b>	<b>(1)</b>	<b>(2)</b>	<b>(6)</b>	<b>(5)</b>	<b>(2)</b>	<b>(17)</b>	<b>(1)</b>	<b>(8)</b>	<b>(15)</b>	<b>(3)</b>	<b>(3)</b>	<b>(1)</b>	<b>(4)</b>	<b>(9)</b>	<b>(2)</b>	<b>(2)</b>	<b>(2)</b>	<b>(6)</b>	<b>(89)</b>	<b>(0)</b>	<b>(0)</b>	<b>(85)</b>							
Beginning Available Cash	\$92	\$120	\$123	\$108	\$117	\$112	\$107	\$105	\$101	\$100	\$98	\$92	\$87	\$85	\$68	\$67	\$59	\$74	\$71	\$68	\$69	\$65	\$56	\$54	\$41	\$2	\$104	\$102	\$100	\$102	\$97	\$7	\$92				
Change In Available Cash	2	14	9	5	5	5	4	4	4	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	(\$85)						
Ending Available Cash	\$120	\$123	\$108	\$117	\$12	\$107	\$105	\$101	\$100	\$98	\$92	\$87	\$85	\$68	\$67	\$59	\$74	\$71	\$68	\$69	\$65	\$56	\$54	\$41	\$2	\$104	\$102	\$100	\$102	\$96	\$7	\$7	\$7	\$7			
<b>ENDING CASH BALANCES</b>																																					
OldCo Operating Accounts	\$28	\$31	\$16	\$21	\$15	\$11	\$9	\$5	\$11	\$9	\$0	\$9	\$7	\$5	\$4	\$3	\$17	\$14	\$11	\$13	\$8	\$-	\$11	\$33	\$29	\$27	\$29	\$22	\$-	\$-	\$-	\$-					
Consignment Accounts	4	4	4	4	4	4	4	4	4	4	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	4						
Wind-Down Account	88	88	88	93	93	93	93	93	93	93	86	86	88	74	74	59	59	51	53	53	53	53	53	53	53	53	53	53	53	53	53	3					
Professional Fee Canoe Out Account	111	105	109	105	114	100	96	92	89	84	66	61	54	67	68	73	72	73</td																			